

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

THE ART INSTITUTE OF PHILADELPHIA
LLC, *et al.*,

Debtors.

Chapter 7

Case No. 18-11535 (CTG)

(Jointly Administered)

GEORGE L. MILLER, Chapter 7 Trustee,

Plaintiff,

v.

TODD S. NELSON, JOHN R. McKERNAN,
SAMUEL C. COWLEY, EDWARD WEST,
MARK A. McEACHEN, FRANK JALUFKA,
J. DEVITT KRAMER, MARK NOVAD, JOHN
DANIELSON, AND MICK BEEKHUIZEN,

Defendants.

JURY TRIAL DEMANDED

Adv. Proc. No. 20-50627 (CTG)

**DECLARATION IN SUPPORT OF MOTION OF DEFENDANTS WEST
AND BEEKHUIZEN TO DISMISS THE FIRST AMENDED COMPLAINT**

I, MICHAEL L. KICHLIN, declare pursuant to 28 U.S.C. § 1746 as follows:

I am a partner of the law firm Morgan, Lewis & Bockius LLP, attorneys for Defendants Edward West and Mick Beekhuizen (“Defendants”). I submit this Declaration in support of the Motion of Defendants West and Beekhuizen to Dismiss the First Amended Complaint. I have personal knowledge of the facts asserted herein:

1. Attached hereto as Exhibit 1 is, upon information and belief, a true and correct copy of the Limited Liability Company Agreement of Education Management LLC, executed May 4, 2006.

2. Attached hereto as Exhibit 2 is, upon information and belief, a true and correct copy of the Limited Liability Company Agreement of New Education Management Holdings LLC, executed October 9, 2014.

3. Attached hereto as Exhibit 3 is, upon information and belief, a true and correct copy of the Limited Liability Company Agreement of New Education Management LLC, executed October 9, 2014.

4. Attached hereto as Exhibit 4 is a true and correct copy of Exhibit 1 to the joint complaint in intervention in *United States of America, and the States of California, Florida, Illinois, Indiana, Massachusetts, Minnesota, Montana, New Jersey, New Mexico, New York and Tennessee, and the District of Columbia, each ex rel. Lynntoya Washington and Michael T. Mahoney v. Education Management Corporation et. al.*, No. 2:07-cv-00461-TFM (W.D. Pa. 2007), D.I. 128 (the “Government *Qui Tam* Complaint”), which is attached as Exhibit B to the First Amended Complaint.

5. Attached hereto as Exhibit 5 is a true and correct copy of Exhibit 10 to the Government *Qui Tam* Complaint.

6. Attached hereto as Exhibit 6 is a true and correct copy of Exhibit 13 to the Government *Qui Tam* Complaint.

7. Attached hereto as Exhibit 7 is a true and correct copy of Exhibit 15 to the Government *Qui Tam* Complaint.

8. Attached hereto as Exhibit 8 is a true and correct copy of Exhibit 16 to the Government *Qui Tam* Complaint.

9. Attached hereto as Exhibit 9 is a true and correct copy of Exhibit 21 to the Government *Qui Tam* Complaint.

10. Attached hereto as Exhibit 10 is a true and correct copy of Exhibit 22 to the Government *Qui Tam* Complaint.

11. Attached hereto as Exhibit 11 is a true and correct copy of Exhibit 31 to the Government *Qui Tam* Complaint.

12. Attached hereto as Exhibit 12 is a true and correct copy of Exhibit 14 to the Government *Qui Tam* Complaint.

13. Attached hereto as Exhibit 13 are certified copies of the Certificates of Formation and Amendment of New Education Management Holdings LLC, dated October 3, 2014.

14. Attached hereto as Exhibit 14 are certified copies of the Certificates of Formation and Amendment of New Education Management LLC, dated October 3, 2014.

15. Attached hereto as Exhibit 15 is a true and correct copy of the first page of the bankruptcy petition of Debtor Education Management Holdings II LLC, Case No. 18-11501-CTG, D.I. 1 (Bankr. D. Del. June 29, 2018).

16. Attached hereto as Exhibit 16 is a true and correct copy of the first page of the bankruptcy petition of Debtor Education Management II LLC, Case No. 18-11494-CTG, D.I. 1 (Bankr. D. Del. June 29, 2018).

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 1, 2022

/s/ Michael L. Kichline
Michael L. Kichline